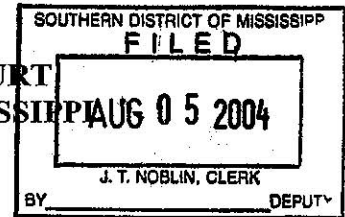


IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF MISSISSIPPI
JACKSON DIVISION



OLIVIA Y., et al.

PLAINTIFFS

v.

CIVIL ACTION NO. 3:04CV251LN

HALEY BARBOUR, as Governor of the State of Mississippi, et al.

DEFENDANTS

CONFIDENTIALITY ORDER

By agreement of the parties and for good cause shown, it is hereby ordered that:

1. This Confidentiality Order governs DHS records disclosed as part of this litigation. It does not affect the dissemination of confidential information in the ordinary course of business at DHS under existing confidentiality policies and laws.

2. Any individually-identifying information in any record maintained and produced by the Department of Human Services ("DHS"), regarding any plaintiff child, such child's family members, foster family members, and persons included in any case files as the source of information concerning the child – including but not limited to these persons' names, addresses, telephone numbers, social security numbers, dates of birth, and other individual information likely to enable a reasonable member of the general public to ascertain their identities – is hereby designated to be confidential and shall be subject to the provisions of this Order.

3. Disclosure of any such individually-identifiable information derived from records produced by DHS shall be limited to the parties and their counsel and to such

other personnel employed by the parties, including experts and persons employed by experts, in the litigation of the claims in the above-styled case with the following exception: Counsel for the parties are authorized to interview, depose, or otherwise contact fact witnesses and/or former DHS employees, solely for purposes connected with the litigation of the claims in the above-styled case, using individually-identifiable information derived in whole or in part from materials produced by DHS.

4. Any proper person to whom any individually-identifiable information identified in paragraph 2 is disclosed under the terms of this Order shall be provided a copy of this Order and is directed not to reveal the contents thereof for any purpose other than as permitted in this Order.

5. The use of any individually-identifiable information identified in paragraph 2 for any purpose other than the preparation and trial of the above-styled case or other proceedings related to this litigation is prohibited, except as allowed by statute or modified by subsequent order of this Court.

6. Notwithstanding any provision of this Confidentiality Order, parties and their counsel may disclose any information contained in DHS records provided that such information does not contain any individually-identifying information as defined in paragraph 2.

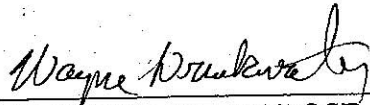
ENTERED this 5th Day of Aug., 2004.

S/Alfred G. Nicols, Jr.

ALFRED G. NICOLS, JR.
UNITED STATES MAGISTRATE JUDGE

AGREED TO AND APPROVED FOR ENTRY:

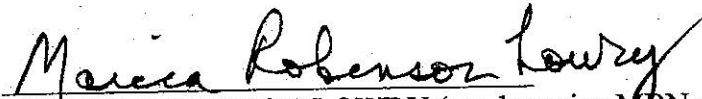
ATTORNEYS FOR PLAINTIFFS:



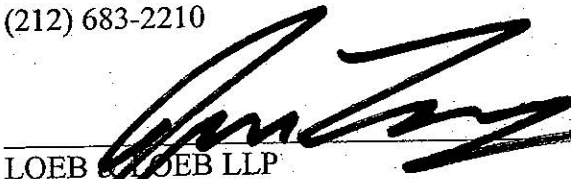
BRADLEY ARANT ROSE & WHITE LLP
WAYNE DRINKWATER (MBN 6193)
MELODY MCANALLY (MBN 101236)
188 East Capital Street, Suite 450
Jackson Mississippi 39201
(601) 498-8000



STEPHEN H. LEECH (MBN 1173)
850 East River Place, Suite 300
Jackson, Mississippi 39202
(601) 355-4013




MARCIA ROBINSON LOWRY (pro hac vice MBN 43991)
ERIC THOMPSON (pro hac vice MBN 43993)
SHIRIM NOTHENBERG (pro hac vice MBN 43990)
CORENE KENDRICK (pro hac vice MBN 43989)
CHILDREN=S RIGHTS, INC.
404 Park Avenue South, 11th Floor
New York, NY 10016
(212) 683-2210



LOEB & LOEB LLP
JOHN WANG (pro hac vice MBN 43987)
CHRISTIAN D. CARBONE (pro hac vice MBN 43986)
345 Park Ave.
New York, New York 10154
(212) 407-4000

ATTORNEYS FOR DEFENDANTS:


HAROLD E. PIZZETTA III (MBN 99867)
SPECIAL ASSISTANT ATTORNEY GENERAL
Civil Litigation Division
Office of Attorney General
P.O. Box 220
Jackson, MS 39205
(601) 359-3680